

CHARITON VALLEY ELECTRIC COOPERATIVE
REGULAR MONTHLY BOARD MEETING
JULY 30, 2024

A meeting of the Chariton Valley Electric Cooperative, Inc. (CVEC) Board of Directors was called to order at the Cooperative office in Albia, Iowa, on July 30, 2024, at 3:02 p.m. by President Kenny VandenBerg.

Secretary Norm Major reported all directors were present in person, except Marchelle Brown who was present and participating remotely. Other attendees included General Manager Troy Amoss; Finance Manager Trudy Grade; Communications Coordinator/Executive Assistant Anna See; Human Resource Coordinator/Administrative Assistant Ashley Tratchel; and Line Superintendent Jared Shaw. The Cooperative's attorney Dennis L. Puckett participated remotely by video conference.

Special Guest - Youth Tour Representative

Ethan Stalzer, one of Chariton Valley Electric Cooperative's representatives on the 2024 National Rural Electric Cooperative Association (NRECA) Youth Tour, attended the meeting to share his experiences from the trip to Washington, D.C. During his presentation, Ethan showcased various photos and highlighted key lessons he learned during the trip. He expressed his gratitude to the cooperative for the opportunity to participate. While in Washington, he had the chance to meet with Senators Grassley and Ernst. Following his presentation, Ethan Stalzer left the meeting.

Consent Agenda

The consent agenda items were reviewed. Chairman VandenBerg recommended moving item 2.1.1, concerning the Pension Plan Resolution, to after the executive session. A motion was made, seconded, and carried to accept the consent agenda items as follows: the revised agenda; the June 25, 2024, regular business meeting minutes; and the June 2024 New Member List.

SEE ATTACHED MEMBER LIST

Human Resources Report

Ashley Tratchel, Human Resource Coordinator/Administrative Assistant, provided an update on employee-related matters. She indicated she had attended the NRECA Interact Conference in Nashville and returned on July 18, 2024. Ashley shared that she gained valuable insight at the conference, particularly regarding the administration of the retirement plan and strategies for enhancing employee engagement. She also briefly discussed a proposed change to the 401(k) plan aimed at aligning the benefits for non-union employees with those of union employees. Following her presentation, Ashley left the meeting.

Operations Report

Line Superintendent Jared Shaw presented the Operations Report. He noted a recent surge in new build requests and informed the board that the Honey Creek tie has been successfully completed. Jared also offered to answer any questions regarding the written report included in the board packet. Following his report, Jared Shaw left the meeting.

Safety Report

The board reviewed the safety report included in the packet. A motion was made, seconded, and carried to accept the June 2024 Safety Report along with the accompanying statistics.

Member Communications and Engagement Report

The board packet included a written report from Anna See, Communications Coordinator/Executive Assistant. Anna offered to answer any questions regarding her report. She also highlighted upcoming director training opportunities and meetings. The Fall Legislative Fly-In is scheduled for September 23-25, 2024, and the Iowa Association of Electric Cooperatives District 1 & 2 meeting is scheduled for August 9th, where Richard Welsh will attend as CVEC's voting delegate.

IT/Cyber Security Report

The board packet included a written report from Network Administrator Nathan Norton detailing IT updates. General Manager Amoss asked if there were any questions and there were none.

Finance Report

Finance Manager Trudy Grade presented the financial report, covering the following items:

- a) Financial Statements – The board packet included the financial activities and statements for June 2024, and the same were reviewed by Trudy. She highlighted that June showed a strong margin, exceeding the budgeted margin. This excess was partly attributed to the timing of expenses, with some tree trimming bills expected in June being processed in July. The balance sheet was also reviewed, noting that the month included normal transactions. Trudy offered to answer any questions regarding her report. The check register was reviewed, beginning with check number 59703 and continuing through check number 59770. The ACH transactions were also reviewed. A motion was made, seconded and carried to approve the June 2024 Financial Statements as presented.
- b) Credit Cards – The credit card expenses were reviewed. A motion was made, seconded and carried to approve the cooperative's credit card expenses and the CEO/GM expenses for the month of June.
- c) 2024 Capital Budget Quarterly Update – The board packet included a report on capital plant additions for the period ending June 30, 2024. This report detailed the amounts budgeted, spent, and the variance between them. Additionally, the construction budget was reviewed. Trudy Grade explained the process of handling member upgrades.
- d) 2024 Community Contributions – The board packet included a quarterly update report on community contributions. A discussion was held regarding the budget for these contributions and the process for approving the same.

Following her presentation, Trudy left the meeting.

CEO/General Manager Report

CEO/General Manager Troy Amoss presented his report to the board. He highlighted that the Iowa Utilities Commission had approved the recently filed updated Tariff. Troy also mentioned ongoing

work on the employee handbook and indicated that further discussion will occur in the executive session.

He described the staff's involvement in volunteering for RAGBRAI and reviewed recent storm damage and outages, including an issue with a recloser at the Trail Substation. Troy noted that Truck #3 will be retained and re-designated as Truck #13. Additionally, Purple Wave will be used to sell some older equipment.

Troy addressed a health issue affecting a summer help employee, who will not return until cleared by his physician. He also acknowledged the support provided to the Monroe County Fair, including linemen taking shifts to ensure no electric issues occurred and several employees and directors volunteering to serve dinner during the fair sale.

Old or Unfinished Business

The Chairman asked for any old or unfinished business. Anna See provided details regarding the upcoming Annual Meeting and outlined the plans for the directors. She described the process for managing member registration, food service, and gift distribution. The tellers were identified and plans for the business meeting and the board annual meeting were discussed.

New Business

- a) Director Expense Report – The Director Expense Report was reviewed. Following review, a motion was made, seconded and carried to approve the report as presented.
- b) Director Education and Quarterly Update – The Quarterly Director Training and Education Report included in the board packet was reviewed.
- c) Fall Legislative Fly-In – Directors Welsh and Heffron expressed interest in attending the Fall Legislative Fly-In.

Executive Session

The Chairman recessed the meeting into executive session, with all board members, CEO Amoss, and Attorney Puckett in attendance. During the executive session, the attorney's legal report was provided, and discussions were held regarding possible changes to the employee handbook and the 401(k) plan. The executive session adjourned, and a motion was made, seconded and carried to resume the regular session at 4:38 p.m. Upon resumption, all individuals present during the executive session were in attendance, and Anna See rejoined the meeting.

401(k) Pension Plan Resolution

The board packet included a resolution to amend the 401(k) Pension Plan (RUS#16082-001) to align the terms for non-union employees with those offered to union employees. The resolution was reviewed and discussed. Following the discussion, a motion was duly made, seconded and carried to adopt the resolution as presented. A copy of the resolution was directed to be appended to these minutes.

SEE ATTACHED RESOLUTION

Northeast Power Report

Norm Major and Richard Welsh provided an update on Northeast Power activities. They noted the significant time required to get approval for new infrastructure projects.

Iowa Association of Electric Cooperatives Report

The board packet included a written report from the Iowa Association of Electric Cooperatives (IAEC). Director VandenBerg noted that IAEC has hired Leslie Kaufman as its new Executive Vice President/General Manager, succeeding Chuck Soderberg, who is retiring.

Iowa Institute for Cooperatives

Director VandenBerg reported that the Iowa Institute for Cooperatives is continuing its collaboration with Laura Bloom of Ashland Ag Enterprises to assist with the search for a new executive director.

Discussion Items

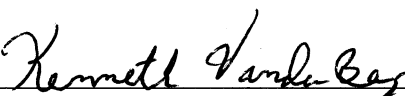
Discussion items included the IAEC Summer Managers and Board President's Conference in Okoboji, IA and the CoBank Conference in Boston, MA. Attendees shared their comments and observations regarding both meetings.

Meeting Dates/Calendar of Events

Chairman VandenBerg noted the calendar of events included in the board packet. The next board meeting is scheduled for August 27, 2024, at 1:00 p.m. The Annual Meeting will be held on August 5, 2024. Additionally, the September board meeting was rescheduled to September 23, 2024, at 9:00 a.m.

Adjournment

As there was no further business to come before the board, a motion was duly made, seconded and carried to adjourn the meeting at 4:56 p.m.



 Kenneth VandenBerg, President



 Norm Major, Secretary